FORM D

SEC Mail Processing Section

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

FEB 2 9 2008

NOTICE OF SALE OF SECURITIES PURSUANT TO REGULATION D

Washington, DC SECTION 4(6), AND/OR UNIFORM LIMITED OFFERING EXEMPTION

FORM D

OMB Number: 3235-0076 Expires: April 30, 2008 Estimated average burden hours per response......16.00

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Name of Offering (check if this is an amendment and name has changed, and indicate change.)
Limited partnership interests in Alchemy India Fund (Cayman) Partners, L.P.
Filing under (Check box(es) that apply): ☐ Rule 504 ☐ Rule 505 ☒ Rule 506 ☐ Section 4(6) ☐ ULOE
Type of Filing: ☑ New Filing ☐ Amendment
A. BASIC IDENTIFICATION DATA
Enter the information requested about the issuer
Alchemy India Fund (Cayman) Partners, L.P.
Address of Executive Offices (Number and Street, City, State, Address of Executive Offices (Number and Street, City, State, Address of Executive Offices)
c/o Alchemy Investment Management Pte. Ltd. +65 6248 4600
20 Cecil Street MAD n.c. 2000
#14-01 Equity Plaza MAR 0 6 2008
Singapore 049705
THOMSON THOMSON THOMSON
Address of Principal Business Operations (Number and Street, City, Struckle) Telephone
(if different from Executive Offices)
Brief Description of Business 08040603
Limited partnership engaged in seeking capital appreciation through investment.
Type of Business Organization
☐ corporation ☐ limited partnership, already formed ☐ other (please specify): Cayman Islands Limited
Partnership
business trust Illimited partnership, to be formed
MONTH YEAR
Actual or Estimated Date of Incorporation or Organization: 0 1 0 8 \incidex Actual \incidex Estimated
Jurisdiction of Incorporation or Organization: (Enter two- letter U.S. Postal Service abbreviation for State:
CN for Canada; FN for other foreign jurisdiction)

General Instructions

Federal:

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. 77d(6).

When To File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where to File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC. Filing Fee: There is no federal filing fee.

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on the ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predicated on the filing of a federal notice.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number

: A. BASIC IDENTIFICATION DATA

- 2. Enter the information requested for the following:
 - Each promoter of the issuer, if the issuer has been organized within the past five years;
 - Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of
 equity securities of the issuer;
 - Each executive officer and director of corporate issuers and of corporate general managing partners of partnership issuers; and

Each gener	Each general and managing partner of partnership issuers.										
Check Box(es) that Apply:	☐ Promoter	☐ Beneficial Owner	☐ Executive Officer	Director	General and/or Managing Partner						
Alchemy Investment Ma	anagement Pte. L	.td.			iwanaging raturer						
Full Name (Last name first,	if individual)										
20 Cecil Street, #14-01	Equity Plaza, Sin	gapore 049705									
Business or Residence Add	ress	(Number and Street, City, S	tate, Zip Code)								
Check Box(es) that Apply:	Promoter	☐ Beneficial Owner	☐ Executive Officer	Director	☐ General and/or Managing Partner						
Full Name (Last name first,	if individual)										
Business or Residence Add	ress (Numbe	er and Street, City, State, Zip	Code)								
Charle Dayler Markey	T Daniel	Donafaial Owner	M Fues the Office	C Discotor	Consultantian						
Check Box(es) that Apply:	☐ Promoter	☐ Beneficial Owner	☐ Executive Officer	☐ Director	☐ General and/or Managing Partner						
Full Name (Last name first,	if individual)										
Business or Residence Add	ress (Numbe	er and Street, City, State, Zip	Code)		· 						
			F7 6 0/5		——————————————————————————————————————						
Check Box(es) that Apply:	Promoter	☐ Beneficial Owner	☐ Executive Officer	☐ Director	General and/or Managing Partner						
Full Name (Last name first,	if individual)										
Business or Residence Add	ress (Numbe	er and Street, City, State, Zip	Code)								
Check Box(es) that Apply:	☐ Promoter	☐ Beneficial Owner	Executive Officer	☐ Director	General and/or Managing Partner						
Full Name (Last name first,	if individual)										
Check Box(es) that Apply:	Promoter	☐ Beneficial Owner	☐ Executive Officer	Director	General and/or Managing Partner						
Full Name (Last name first,	if individual)		· · · · · · · · · · · · · · · · · · ·	······································							
Business or Residence Addi	ress (Numbe	er and Street, City, State, Zip	Code)								
				,·							

(Use blank sheet, or copy and use additional copies of this sheet, as necessary.)

B. INFORMATION ABOUT OFFERING	1.5	1 1 1 1 1 1
Has the issuer sold, or does the issuer intend to sell, to non-accredited investors in this offering?	Yes	No ⊠
2. What is the minimum investment that will be accepted from any individual?	. \$ <u>5,000,0</u>	<u>00</u>
3. Does the offering permit joint ownership of a single unit?	Yes ⊠	No □
4. Enter the information requested for each person who has been or will be paid or given, directly or indirectly, any commission or similar remuneration for solicitation of purchases in connection with sales of securities in the offering. If a person to be listed is an associated person or agent of a broker or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only.		
Full Name (Last name first, if individual)		
N/A Business or Residence Address (Number and Street, City, State, Zip Code)		
Business of Residence Address (Number and Street, City, State, Zip Code)		
Name of Associated Broker or Dealer		
States in Which Person Listed Has Solicited or Intends to Solicit Purchasers		
(Check "All States" or check individual States)	☐ All Stat	tes
[AL]	[HI]	[ID]
Full Name (Last name first, if individual)		-
N/A		_
Business or Residence Address (Number and Street, City, State, Zip Code)		
Name of Associated Broker or Dealer		
States in Which Person Listed Has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual States)	☐ All St	ates
[AL] [] [AK] [] [AZ] [] [AR] [] [CA] [] [CO] [] [CT] [] [DE] [] [DC] [] [FI] [] [GA] []	(HI)	(ID) 🛄
[AL] [] [AK] [] [AZ] [] [AR] [] [CA] [] [CO] [] [CT] [] [DE] [] [DC] [FT] [] [GA] [] [IL] [] [IN] [] [IN] [] [MD] [] [MA] [] [MI] [] [MN] [] [MT] [] [ME] [] [MD] [MD	[MS]	[MO]
Full Name (Last name first, if individual)		
N/A Business or Residence Address (Number and Street, City , State, Zip Code)		
Business of Residence Address (Number and Street, City , State, Zip Code)		
Name of Associated Broker or Dealer		
States in Which Person Listed Has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual States).	. □All St	ates
[AL]	[HI]	[ID]

C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE	OF PROCEEDS	• •
 Enter the aggregate offering price of securities included in this offering and the total amount already sold.		
Type of Security	Aggregate Offering Price	Amount Afready Sold
Debt	\$ <u>0</u>	\$ <u>0</u>
Equity Dommon Preferred	\$ <u>0</u>	\$ <u>0</u>
Convertible Securities (including warrants)	\$ <u>Q</u>	\$ <u>O</u>
Partnership Interests (See Exhibit A hereto)	. \$200,000,000	\$0
Other (Specify)	\$ <u>0</u>	\$ <u>0</u>
Total	\$ <u>200,000,000</u>	\$ <u>0</u>
2. Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero."	Number of Investors	Aggregate Dollar Amount of Purchases
Accredited Investors	Ō	\$ <u>O</u>
Non-accredited Investors	<u>0</u>	\$ <u>O</u>
Total (for filing under Rule 504 only)	<u>N/A</u>	\$ <u>N/A</u>
3. If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C - Question 1.	T	Dellas Assessed
Type of offering	Type of Security	Dollar Amount Sold
Rule 505	N/A	<u>N/A</u>
Regulation A	<u>N/A</u>	N/A
Rule 504	<u>N/A</u>	<u>N/A</u>
Total	<u>N/A</u>	<u>N/A</u>
4. a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.		
Transfer Agent's Fees.		\$ <u>0</u>
Printing and Engraving Costs	🛭	\$ <u>2,500</u>
Legal Fees	🖂	\$ <u>30,000</u>
Accounting Fees.		\$ <u>30,000</u>
Engineering Fees		\$ <u>0</u>
Sales Commissions (specify finders' fees separately)		\$ <u>0</u>
Other Expenses (identify) Various blue sky filing fees		\$ <u>5,000</u>
Total		\$ <u>67,500</u>

C. OFFERING	G PRICE, NUMBER OF INVESTORS, EXPENSES AND	D USE OF PROCEEDS	31 433 11 33
tion 1 and total expenses furnished	ne aggregate offering price given in response to Part C- ed in response to Part C - Question 4.a. This difference ne issuer."	is	\$ <u>199,932,500</u>
for each of the purposes shown. If the check the box to the left of the estimate.	justed gross proceeds to the issuer used or proposed to be the amount for any purpose is not known, furnish an estima hate. The total of the payments listed must equal the adjust th in response to Part C- Question 4.b. above.	ite and	
		Affiliates	Payments To Others
Salaries and fees		□ \$	\$
Purchase of real estate		□ \$	\$
Purchase, rental or leasing	and installation of machinery and equipment $\hdots \dots \dots$. 🗆 \$	\$
Construction or leasing of page	lant buildings and facilities	□ \$	\$
offering that may be used in	s (including the value of securities involved in this exchange for the assets or securities of another)	□ \$	□ \$
,	•		
	5		
		□ \$	
Other (specify):		\$	\$
<u> </u>		🗆 \$	\$
Column Totals			⊠ \$ <u>199,932,500</u>
Total Payments Listed (colu	mn totals added)	⊠ \$ <u>199,9</u> ;	<u>32,500</u>
	D. FEDERAL SIGNATURE		
following signature constitutes an unc	te to be signed by the undersigned duly authorized persidertaking by the issuer to furnish to the U.S. Securities a mished by the issuer to any non-accredited investor pur	and Exchange Commis	sion, upon written
Issuer (Print or Type)	Signature	Date	
Alchemy India Fund (Cayman) Partners, L.P.	gulgid	20th Feb'21	0 0 8
Name of Signer (Print or Type)	Title of Signer (Print or Type)		
Sachin Shah	Principal of Alchemy Investment Management Pt	e. Ltd., the General Pa	artner of the Issuer

ATTENTION

 1	•		. 3	1.	E.	STATE SIGNATURE		ì		· ,	1 4 m
s any par of such ru		ed in 17 CF	R 230.25	52(c), (d), (e	e) or	(f) presently subject to a	ny disqu	alificat	ion provisions	Yes	No ⊠
				See App	endi	x, Column 5, for state res	ponse.				

- 2. The undersigned issuer hereby undertakes to furnish to any state administrator of any state in which this notice is filed, a notice on Form D (17 CFR 239.500) at such times as required by state law.
- 3. The undersigned issuer hereby undertakes to furnish to the state administrators, upon written request, information furnished by the issuer to offerees.
- 4. The undersigned issuer represents that the issuer is familiar with the conditions that must be satisfied to be entitled to the Uniform Limited Offering Exemption (ULOE) of the state in which this notice is filed and understands that the issuer claiming the availability of this exemption has the burden of establishing that these conditions have been satisfied.

The issuer has read this notification and knows the contents to be true and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

Issuer (Print or Type)	Signature	Date
Alchemy India Fund (Cayman) Partners, L.P.	gulyel	20th Feb 2008
Name of Signer (Print or Type)	Title of Signer (Print or Type)	
Sachin Shah	Principal of Alchemy Investment Ma	anagement Pte. Ltd., the General Partner of the Issuer

Instruction

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

APPENDIX

1	2	!	3		•	4	·	Diagua	5 lification		
	Intend to non-ac investors (Part B-	credited in State	Type of Security and aggregate offering price offered in state (Part C-Item 1)		Type of investor and amount purchased in State (Part C-Item 2)						
State	Yes	No	Limited Partnership Interest	Number of Accredited Investors	Amount	Number of Non- Accredited Investors	Amount	Yes	No		
AL											
AK		,									
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APPENDIX

1	Intend to non-ac investors (Part B	to sell credited in State	3 Type of Security and aggregate offering price offered in state (Part C-Item 1)		Disquali under Sta (if yes, explanatior granted) (Pa	fication te ULOE attach of waiver			
State	Yes	No	Limited Partnership Interest	Number of Accredited Investors	Amount	Number of Non- Accredited Investors	Amount	Yes	No
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NE									
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EXHIBIT A

Alchemy India Fund (Cayman) Partners, L.P. ("Partnership"), an exempted limited partnership organized under the laws of the Cayman Islands, is currently offering Interests designated as "Series A Interests" and "Series B Interests." Substantially all of the assets of the Partnership attributable to investments made in Series A Interests will be invested in Alchemy India Fund Limited, a limited liability company registered under the laws of Mauritius. Substantially all of the assets of the Partnership attributable to investments made in Series B Interests will be invested in Alchemy India Long Term Fund Limited, a Mauritius limited liability company registered under the laws of Mauritius. The Series A Interests and Series B Interest of the Partnership were established for the purpose of investing and trading primarily in listed Indian equities. Nonetheless, the Series A Interests and Series B Interests may invest and trade in a wide variety of securities and financial instruments, domestic and foreign, of all kinds and descriptions, whether publicly traded or privately placed, including but not limited to common and preferred stocks, convertible securities, limited partnership interests, mutual fund shares, options, warrants, commodity interests, futures contracts, derivatives (including participatory notes and other derivative instruments), currencies, monetary instruments and cash and cash equivalents of investment The Partnership's minimum investment amount is \$5,000,000, although Alchemy Investment Management Pte. Ltd. ("General Partner") has discretion to accept lesser amounts. The limited partnership interests will be offered in the sole discretion of the General Partner. Although there is no maximum or minimum aggregate amount of the limited partnership interests which may be sold in this continuous offering, we have inserted the figure of \$200,000,000 in Part C(1) of Form D as a reasonable estimate of the aggregate offering price of such limited partnership interests.

